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2007 JAN 26 PM 2:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T Hampton JAN 29 2007

COVER LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Dancing Unto Him Ministries Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the Articles of Incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Tamara Grundy
Name (Printed or typed)

349 Katnack Rd
Address

ST. Augustine, FL 32095
City, State & Zip

(904) 824-9126
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION
In Compliance with Chapter 617, F.S., (Not for Profit)

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF
DANCING UNOTO HIM MINISTRIES INC.
A NONPROFIT CORPORATION in compliance with Chapter 617, F.S**

These Articles of Incorporation shall be delivered to the Florida Secretary of State for filing and states as follows:

ARTICLE I
Name

The domestic entity name of the nonprofit corporation shall be:
Dancing Unto Him Ministries Inc.

ARTICLE II Principal Office

The address of the initial principal office of the nonprofit corporation shall be:
349 Katnack Rd.
St. Augustine, Fl 32095

ARTICLE III Purposes and powers

(a) **Purposes.** The corporation is organized and shall be operated exclusively for charitable and religious purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (the "Code") and the regulations promulgated there under as they now exist or as they may be amended hereafter, so that any income derived shall be exempt from taxation. The mission of the corporation is to glorify God through excellence in the art of dance, bringing the hope of Salvation and the encouragement of His love to people, restoring dance as a powerful form of worship.

(b) **Powers.** In furtherance of the foregoing purposes and objectives (but not otherwise) and subject to the restrictions set forth in Section (c) of this article, the corporation shall have and may exercise all of the powers now or hereafter conferred upon nonprofit corporations organized under the laws of Florida and may do everything necessary or convenient for the accomplishment of any of the corporate purposes, either alone or in connection with other organizations, entities or individuals, and either as principal or agent, subject to such limitations as are or

may be prescribed by law.

(c) Restrictions On Powers.

(1) No part of the net earnings of the corporation shall inure to the benefit of or be distributable to any director or officer of the corporation, or any other individual (except that reasonable compensation may be paid for services rendered to or for the benefit of the corporation affecting one or more of its exempt purposes), and no director or officer of the corporation, or any other individual, shall be entitled to share in any distribution of any of the corporate assets on dissolution of the corporation or otherwise.

(2) No substantial part of the activities of the corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation. The corporation shall not participate or intervene in (including the publishing or distribution of statements) any political campaign on behalf of (or in opposition to) any candidate for public office.

(3) No part of the assets of the corporation shall be contributed to any organizations whose net earnings or any part thereof inure to the benefit of any private shareholder or any substantial part of the activities of which consist of carrying on propaganda or otherwise attempting to influence legislation (except to the extent that such activities by such an organization which is then an exempt organization described in Section 501(c)(3) of the Code will not result in loss of its exemption.

(4) Notwithstanding any other provision of these articles of incorporation, the corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from federal income tax as an organization described in Section 501(c)(3) of the Code or by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

ARTICLE IV Manner of election

The manner in which the directors are elected or appointed:

The incorporator, Tamara Grundy, shall be referred to as the "Founder". The Founder shall appoint the initial Board of directors. The founder will have the exclusive right to nominate all other candidates for the Board of Directors. The Directors will elect their successors from the Founder's list of nominees.

ARTICLE V Initial Directors and/or Officers shall be

Tamara Grundy (President, Treasurer, Secretary, Founder and Director)
349 Katnack Rd.
St. Augustine, Fl 32095

David Grundy Jr. (Director)
349 Katnack Rd.
St. Augustine, Fl 32095

Eddy Toussaint (Director)
633 Bay St. Suite 804
Toronto, Ontario M5G 2G4
Canada

ARTICLE VI
INITIAL REGISTERED AGENT AND STREET ADDRESS

The name, and the business address, of the initial registered agent for service of process on the nonprofit corporation are:

Tamara Grundy
349 Katnack Rd.
St. Augustine, Fl 32095

ARTICLE VII Incorporator

The name and Florida street address of the incorporator is:

Tamara Grundy
349 Katnack Rd.
St. Augustine, Fl 32095

ARTICLE VIII
No Members, No Capital Stock

The corporation shall have no voting members or any other members. The corporation shall not issue any capital stock. Any action which would require approval of members, if the corporation had members, shall only require approval of the Board of Directors. Any rights which would vest in members, if the corporation had members, shall vest in the Board of Directors.

Nothing contained in this Article shall be construed to limit the right of the corporation to refer to volunteers, donors or other persons associated with the corporation as "members" even though such persons are not members, and no such reference shall constitute anyone being a member.

ARTICLE IX

Dissolution

On dissolution of the corporation, all of the corporation's assets remaining after the payment of or provision for all of its liabilities shall be paid over or transferred to one or more exempt organizations described in Section 501(c)(3) of the Code, contributions to which are deductible under Section 170(c)(2) of the Code. The organizations to receive such property shall be designated by the Board of Directors.

ARTICLE X

Board of Directors

The management of the affairs of the corporation shall be vested in a Board of Directors. The number of directors, their classification, if any, their terms in office and the manner of their election or appointment shall be determined according to the bylaws of the corporation from time to time in force.

The incorporator, Tamara Grundy, shall be referred to as the "Founder". The Founder shall be a member of the Board of Directors and shall have certain rights and privileges pursuant to the bylaws. The Founder's rights may be assigned pursuant to the bylaws.

ARTICLE XI

Bylaws

The initial bylaws of the corporation shall be as adopted by the Board of Directors, subject to the Founder's written approval. Such Board shall have the power, subject to the Founder's written approval, to alter, amend or repeal the bylaws from time to time in force and to adopt new bylaws. Such bylaws may contain any provisions for the regulation or management of the affairs of the corporation which are not inconsistent with law or these articles of incorporation, as the same may from time to time be amended. However, no bylaw at any time in effect, and no amendment to these articles, shall have the effect of giving any director or officer of this corporation any proprietary interest in the corporation's property or assets, whether during the term of the corporation's existence or as an incident to its dissolution.

ARTICLE XII
Indemnification

The corporation shall indemnify, to the fullest extent permitted by applicable law in effect from time to time, any person, and the estate and personal representative of any such person, against all liability and expense (including attorneys' fees) incurred by reason of the fact that he/she is or was a director or officer of the corporation or, while serving as a director or officer of the corporation, he/she is or was serving at the request of the corporation as a director, officer, partner, trustee, employee, fiduciary, or agent, or in any similar managerial or fiduciary position of, another domestic or foreign corporation or other individual or entity or of an employee benefit plan. The corporation shall also indemnify any person who is serving or has served the corporation as director, officer, employee, fiduciary, or agent, and that person's estate and personal representative, to the extent and in the manner provided in any bylaw, resolution of the directors, contract or otherwise, so long as such provision is legally permissible. Notwithstanding any provision of this Article, the corporation shall neither indemnify any person nor purchase any insurance for such purpose that would result in any private benefit, private inurement or any liability under Section 4941 of the Code.

ARTICLE XIII
Limitation on Director and Officer Liability

(a) Directors. A director of the corporation shall not be personally liable to the corporation for monetary damages for breach of fiduciary duty as a director; except that this provision shall not eliminate or limit the liability of a director to the corporation for monetary damages otherwise existing for: (i) any breach of the director's duty of loyalty to the corporation; (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (iii) unlawful distributions of income or assets; (iv) or any transaction from which the director directly or indirectly derived any improper personal benefit.

(b) Officers and Directors. No director or officer shall be personally liable for any injury to person or property arising out of a tort committed by an employee unless such director or officer was personally involved in the situation giving rise to the litigation or unless such director or officer committed a criminal offense in connection with such situation. The protection afforded in this subsection shall not restrict other protections and rights by common law or statute that a director or officer may have.

(c) General. If the laws of Florida now or hereafter eliminate or further limit the liability of a director or officer, then, in addition to the elimination and limitation of liability provided by the preceding sections, the liability of each director and officer shall be eliminated or limited to the fullest extent permitted by Florida law. Any repeal or modification of this Article shall not adversely affect any right or protection of a director or officer of the corporation under this Article, as in effect immediately prior to such repeal or modification, with respect to any liability that would have accrued, but for this Article, prior to such repeal or modification.

ARTICLE XV
Amendment

These Articles of Incorporation may be amended by the Board of Directors subject to the Founder's written approval.

Tamara M. Grundy

Tamara M. Grundy, Incorporator

1-24-07

Date:

Tamara M. Grundy consents to her appointment as registered agent of Dancing Unto Him Ministries Inc. a non-profit corporation.

Tamara M. Grundy

Tamara M. Grundy

1-24-07

Date: